

Exhibit A

IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

KATHLEEN BALDANZI & GERALD P.
LONG,

On Behalf of Themselves and All Others
Similarly Situated,

Plaintiffs,

v.

WFC HOLDINGS CORPORATION d/b/a
WELLS FARGO BANK, N.A.,

Defendant.

Civil Action No. 07 cv-9551 (LTS)

MOTION TO DISMISS

Defendant Wells Fargo Bank (“Wells Fargo”) hereby moves to dismiss the Complaint *with prejudice* pursuant to Federal Rule of Civil Procedure 12(b)(6). As set forth more fully in the accompanying Memorandum of Law in Support of Motion to Dismiss, the Complaint must be dismissed in its entirety because Plaintiffs’ claims are preempted by federal law.

This Motion is being made following the good faith conference of counsel in accordance with this Court’s Individual Practice Rules Paragraph 2.B, which is relayed in the accompanying Unopposed Motion to Reinstate Motion to Dismiss. Those efforts include:

1. On January 4, 2008, counsel discussed the motion and the Court’s January 3 ruling. After discussing the issues, counsel agreed on a schedule to

exchange written communications setting forth the parties positions.

Plaintiffs' Counsel stated that it had reviewed the motion and was familiar with its arguments. That schedule was confirmed by e-mail correspondence on January 8, 2008.

2. On January 10, 2008, counsel for Defendant sent a letter via mail and e-mail attaching Defendant's previously filed Motion to Dismiss and supporting memorandum of law. The cover letter outlined the factual and legal basis for the preemption of Plaintiff's state law claims and requested that Plaintiffs agree to the relief requested.
3. On January 14, 2008, counsel participated in a telephone conference to discuss various pretrial matters, including the motion. They were not able to resolve the matter, and Plaintiffs' counsel has never indicated that they accept or agree with the legal premise of Defendant's motion.
4. On January 24, 2008, Plaintiffs' counsel sent a letter via mail and e-mail summarizing the legal and factual basis for opposing Defendant's Motion to Dismiss. In follow-up correspondence, Plaintiffs' counsel confirmed they would oppose the Motion to Dismiss, but stated that they did not oppose reinstatement of the Motion.

Respectfully submitted,

WFC HOLDINGS CORPORATION d/b/a
WELLS FARGO BANK, N.A.

By their attorneys,

/s/ Brian D. Hail

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